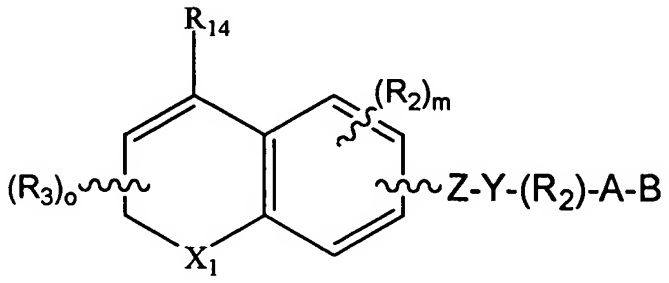
IN THE CLAIMS:

Please cancel Claims 3, 4, 10, 11 and 16 – 20, as shown below in the Complete Listing of Pending Claims.

Please amend Claims 1, 2, 6 and 9, as shown below in the Complete Listing of Pending Claims.

COMPLETE LISTING OF PENDING CLAIMS

1. (currently amended) A compound of the formula



wherein X_1 is $(C(R_1)_2)_n$ where R_1 is independently H or alkyl of 1 to 6 carbons, and **n** is an integer between 0 and 2;

Z is -N=N-,

-N(O)=N-,

-N=N(O)-,

-N=CR_1-,

-CR_1=N,

~~-$(CR_1=CR_1)_{n'}$- where n' is an integer having the value 0 – 5,~~

~~-CO-NR_1-,~~

~~-CS-NR_1-,~~

-NR_1-CO,

-NR_1-CS,

-COO-,

-OCO-;

-CSO-;

-OCS-;

~~-CO-CR_1=CR_1-;~~

R_2 is hydrogen, lower alkyl of 1 to 6 carbons, F, Cl, Br, I, CF_3, fluoro substituted alkyl of 1 to 6 carbons, OH, SH, alkoxy of 1 to 6 carbons, or alkylthio of 1 to 6 carbons;

R_3 is hydrogen, lower alkyl of 1 to 6 carbons or F;

m is an integer having the value of 0 - 3;

o is an integer having the value of 0 - 3;

Y is ~~a phenyl or naphthyl group, or~~ heteroaryl selected from a group consisting of pyridyl, thienyl, furyl, pyridazinyl, pyrimidinyl, pyrazinyl, thiazolyl, oxazolyl, imidazolyl and pyrrazolyl, said ~~phenyl naphthyl and~~ heteroaryl groups being optionally substituted with one or two R_2 groups~~, or when Z is $-(CR_1=CR_1)_{n'}-$ and n' is 3, 4 or 5 then Y represents a direct valence bond between said $(CR_2=CR_2)_{n'}$ group and B~~;

A is $(CH_2)_q$ where **q** is 0-5, lower branched chain alkyl having 3-6 carbons, cycloalkyl having 3-6 carbons, alkenyl having 2-6 carbons and 1 or 2 double bonds, alkynyl having 2-6 carbons and 1 or 2 triple bonds;

B is hydrogen, COOH or a pharmaceutically acceptable salt thereof, $COOR_8$, $CONR_9R_{10}$, $-CH_2OH$, CH_2OR_{11}, CH_2OCOR_{11}, CHO, $CH(OR_{12})_2$, $CHOR_{13}O$, $-COR_7$, $CR_7(OR_{12})_2$, $CR_7OR_{13}O$, or $Si(C_{1-6}alkyl)_3$, where R_7 is an alkyl, cycloalkyl or alkenyl group containing 1 to 5 carbons, R_8 is an alkyl group of 1 to 10 carbons or trimethylsilylalkyl where the alkyl group has 1 to 10 carbons, or a cycloalkyl group of 5 to 10 carbons, or R_8 is phenyl or lower alkylphenyl, R_9 and R_{10} independently are hydrogen, an alkyl group of 1 to 10 carbons, or a cycloalkyl group of 5-10 carbons, or phenyl or lower alkylphenyl, R_{11} is lower alkyl, phenyl or lower alkylphenyl, R_{12} is lower alkyl, and R_{13} is divalent alkyl radical of 2-5 carbons;, and

R_{14} is $(R_{15})_r$-substituted alkyl of 1 - 6 carbons, $(R_{15})_r$-substituted alkenyl of 1 - 6 carbons and 1 or 2 double bonds, $(R_{15})_r$-substituted alkynyl

of 1 - 6 carbons and 1 or 2 triple bonds, $(R_{15})_r$-phenyl, $(R_{15})_r$-naphthyl, $(R_{15})_r$-heteroaryl where the heteroaryl group has 1 to 3 heteroatoms selected from the group consisting of O, S and N, or R_{14} is $(CH_2)_pCO_2H$ or $(CH_2)_pCO_2R_8$ where **p** is integer between 0 to 10, **r** is an integer having the values of 0 - 5, and

R_{15} is independently H, F, Cl, Br, I, NO_2, $N(R_8)_2$, $N(R_8)COR_8$, $NR_8CON(R_8)_2$, OH, $OCOR_8$, OR_8, CN, COOH, $COOR_8$ an alkyl group having 1 to 10 carbons, fluoro substituted alkyl group having 1 to 10 carbons, an alkenyl group having 1 to 10 carbons and 1 to 3 double bonds, alkynyl group having 1 to 10 carbons and 1 to 3 triple bonds, or a trialkylsilyl or trialkylsilyloxy group where the alkyl groups independently have 1 to 6 carbons.

2. (currently amended) A compound in accordance with Claim 1 wherein **Y** is selected from the group consisting of ~~phenyl, naphthyl,~~ pyridyl, thienyl and furyl.

3. (canceled)

4. (canceled)

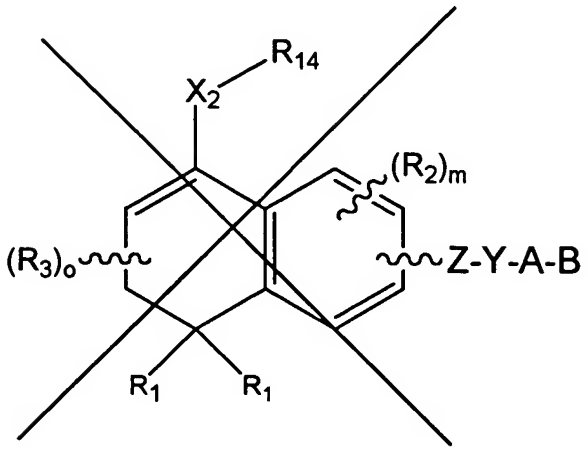
5. (original) A compound in accordance with Claim 1 where **n** is 1.

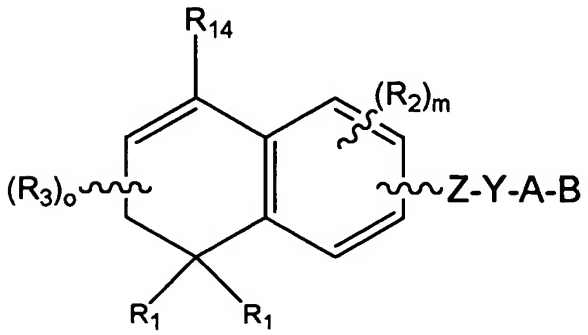
6. (currently amended) A compound in accordance with Claim 1 where **Z** is ~~selected from the groups consisting of $-(CR_1=CR_1)_{n'}-$~~ -N=N-, ~~$-CO-CR_1=CR_1-$~~, -COO~~-, and -CONH-~~] where **n'** is 0[,] ~~or~~ 1[~~, or 3 with the proviso that when **n'** is 3 then **Y** represents a direct valence bond between the $-(CR_1=CR_1)_{n'}-$ group and the **A-B** group~~.

7. (original) A compound in accordance with Claim 1 where **A** is $(CH_2)_q$.

8. (original) A compound in accordance with Claim 1 where **B** is COOH or a pharmaceutically acceptable salt thereof, $COOR_8$ or $CONR_9R_{10}$.

9. (currently amended) A compound of the formula





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where $\mathbf{R_1}$ is independently H or alkyl of 1 to 6 carbons;

Z is -N=N-,

~~$-(CR_1=CR_1)_{n'}$- where n' is an integer having the value 0 - 3,~~

~~-CO-NH-,~~

~~-COO-,~~

~~$-CO-CR_1=CR_1-$;~~

$\mathbf{R_2}$ is hydrogen, lower alkyl of 1 to 6 carbons;

$\mathbf{R_3}$ is hydrogen, lower alkyl of 1 to 6 carbons or F;

m is an integer having the value of 0 - 3;

o is an integer having the value of 0 - 4;

Y is ~~phenyl, naphthyl~~, pyridyl or thienyl ~~with the proviso that when n' is 3 then Y represents a direct valence bond between the Z and A-B groups~~;

A is $(CH_2)_q$ where **q** is 0-5, lower branched chain alkyl having 3-6 carbons, cycloalkyl having 3-6 carbons, alkenyl having 2-6 carbons and 1 or 2 double bonds, alkynyl having 2-6 carbons and 1 or 2 triple bonds;

B is hydrogen, COOH or a pharmaceutically acceptable salt thereof, $COOR_8$, $CONR_9R_{10}$, $-CH_2OH$, CH_2OR_{11}, CH_2OCOR_{11}, CHO, $CH(OR_{12})_2$, $CHOR_{13}O$, $-COR_7$, $CR_7(OR_{12})_2$, $CR_7OR_{13}O$, or $Si(C_{1-6}alkyl)_3$, where R_7 is an alkyl, cycloalkyl or alkenyl group containing 1 to 5 carbons, R_8 is an alkyl group of 1 to 10 carbons or (trimethylsilyl)alkyl where the alkyl group has 1 to 10 carbons, or a cycloalkyl group of 5 to 10 carbons, or R_8 is phenyl or lower alkylphenyl, R_9 and R_{10} independently are hydrogen, an alkyl group of 1 to 10 carbons, or a cycloalkyl group of 5-10 carbons, or phenyl or lower alkylphenyl, R_{11} is lower alkyl, phenyl or lower alkylphenyl, R_{12} is lower alkyl, and R_{13} is divalent alkyl radical of 2-5 carbons, and

R_{14} is alkyl of 1 - 6 carbons, CH_2COOH, CH_2COOR_8 or $(R_{15})_r$-heteroaryl where the heteroaryl group has 1 to 3 heteroatoms selected from the group consisting of O, S and N, **r** is an integer having the values of 0 - 5, and

R_{15} is independently H, F, Cl, Br, I, NO_2, $N(R_8)_2$, OH, $OCOR_8$, OR_8, CN, COOH, $COOR_8$, an alkyl group having 1 to 10 carbons, or fluoro substituted alkyl group having 1 to 10 carbons.

10. (canceled)

11. (canceled)

12. (original) A compound in accordance with Claim 9 where **A** is $(CH_2)_q$ where **q** is 0 and where **B** is COOH or a pharmaceutically acceptable salt thereof, $COOR_8$, or $CONR_9R_{10}$.

13. (original) A compound in accordance with Claim 9 where the $\mathbf{R}_{14}$ group is 2-thienyl or 2-thiazolyl.

14. (original) A compound in accordance with Claim 9 where the $\mathbf{R}_{14}$ group is tertiary butyl.

15. (original) A compound in accordance with Claim 9 wher the $\mathbf{R}_{14}$ group is CH_2COOH or CH_2COOR_8.

16. (canceled)

17. (canceled)

18. (canceled)

19. (canceled)

20. (canceled)